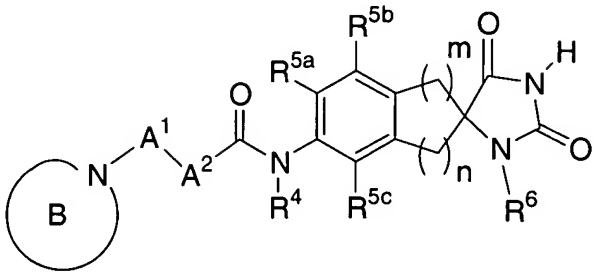
Amendments to the Claims:

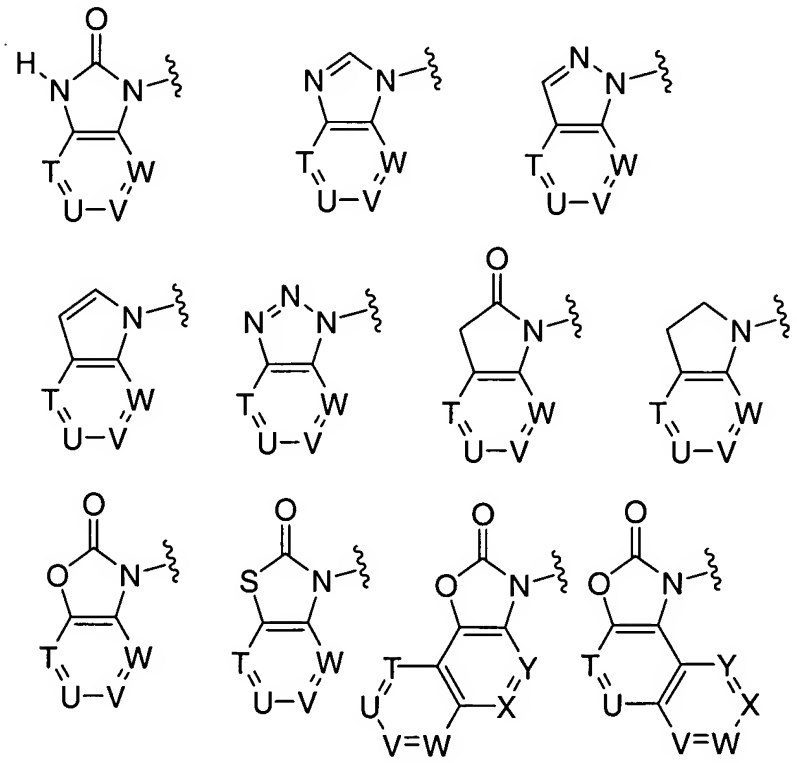
1. (original) A compound of the formula I:



I

wherein:

B is a bicycloheterocycle selected from the group consisting of:



where T, U, V, W, X and Y are each independently a carbon atom or a nitrogen atom wherein no more than two of T, U, V and W, and no more than three of T, U, V, W, X and Y, are a nitrogen atom,

where B is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from R^1, R^2, R^{3a} and R^{3b}, wherein

R^1, R^2, R^{3a} and R^{3b} are independently selected from:

(1) -C_{1-6}alkyl, which is unsubstituted or substituted with 1-7 substituents where the substituents are independently selected from:

- (a) halo,
- (b) hydroxy,
- (c) -O-C_{1-6}alkyl,
- (d) -C_{3-6}cycloalkyl,
- (e) phenyl or heterocycle, wherein heterocycle is selected from: pyridyl, pyrimidinyl, pyrazinyl, pyridazinyl, piperidinyl, piperazinyl, pyrrolidinyl, thienyl, or morpholinyl,
  which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
  - (i) -C_{1-6}alkyl,
  - (ii) -O-C_{1-6}alkyl,
  - (iii) halo,
  - (iv) hydroxy,
  - (v) trifluoromethyl, and
  - (vi) -OCF_3,
- (f) -CO_2R^9, wherein R^9 is independently selected from:
  - (i) hydrogen,
  - (ii) -C_{1-6}alkyl, which is unsubstituted or substituted with 1-6 fluoro,
  - (iii) -C_{3-6}cycloalkyl,
  - (iv) benzyl, and
  - (v) phenyl,
- (g) -$NR^{10}R^{11}$, wherein R^{10} and R^{11} are independently selected from:
  - (i) hydrogen,

(ii) -C_{1-6}alkyl, which is unsubstituted or substituted with 1-6 fluoro,
(iii) -C_{5-6}cycloalkyl,
(iv) benzyl,
(v) phenyl,
(vi) -COR^9, and
(vii) -SO_2R^{12},

(h) -SO_2R^{12}, wherein R^{12} is independently selected from:
(i) -C_{1-6}alkyl, which is unsubstituted or substituted with 1-6 fluoro,
(ii) -C_{5-6}cycloalkyl,
(iii) benzyl, and
(iv) phenyl,

(i) -$CONR^{10a}R^{11a}$, wherein R^{10a} and R^{11a} are independently selected from:
(i) hydrogen,
(ii) -C_{1-6}alkyl, which is unsubstituted or substituted with 1-6 fluoro,
(iii) -C_{5-6}cycloalkyl,
(iv) benzyl,
(v) phenyl,
or where R^{10a} and R^{11a} may be joined together to form a ring selected from azetidinyl, pyrrolidinyl, piperidinyl, piperazinyl, or morpholinyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
(I) -C_{1-6}alkyl
(II) -O-C_{1-6}alkyl
(III) halo
(IV) hydroxy
(V) phenyl, and
(VI) benzyl,

(j) trifluoromethyl,
(k) -OCO_2R^9,

(l) -(NR^{10a})CO$_2$R^9,

(m) -O(CO)NR^{10a}R^{11a},

(n) -(NR^9)(CO)NR^{10a}R^{11a}, and

(o) -O-C$_{3-6}$cycloalkyl,

(2) -C$_{3-6}$cycloalkyl, which is unsubstituted or substituted with 1-7 substituents where the substituents are independently selected from:

(a) halo,

(b) hydroxy,

(c) -O-C$_{1-6}$alkyl,

(d) trifluoromethyl,

(e) phenyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:

(i) -C$_{1-6}$alkyl,

(ii) -O-C$_{1-6}$alkyl,

(iii) halo,

(iv) hydroxy, and

(v) trifluoromethyl,

(3) phenyl or heterocycle, wherein heterocycle is selected from: pyridyl, pyrimidinyl, pyrazinyl, thienyl, pyridazinyl, pyrrolidinyl, azetidinyl, thiazolyl, isothiazolyl, oxazolyl, isoxazolyl, imidazolyl, triazolyl, tetrazolyl, azepinyl, benzimidazolyl, benzopyranyl, benzofuryl, benzothiazolyl, benzoxazolyl, chromanyl, furyl, imidazolinyl, indolinyl, indolyl, quinolinyl, isoquinolinyl, tetrahydroquinolinyl, isoindolinyl, tetrahydroisoquinolinyl, 2-oxopiperazinyl, 2-oxopiperidinyl, 2-oxopyrrolidinyl, pyrazolidinyl, pyrazolyl, pyrrolyl, quinazolinyl, tetrahydrofuryl, thiazolinyl, purinyl, naphthyridinyl, quinoxalinyl, 1,3-dioxolanyl, oxadiazolyl, piperidinyl, tetrahydropyranyl, tetrahydrothienyl, tetrahydrothiopyranyl, and morpholinyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:

(a) -C$_{1-6}$alkyl, which is unsubstituted or substituted with 1-6 fluoro,

(b) halo,

(c) hydroxy,

(d) -O-C$_{1-6}$alkyl, which is unsubstituted or substituted with 1-6 fluoro,

(e) -C_{3-6}cycloalkyl,

(f) phenyl or heterocycle, wherein heterocycle is selected from: pyridyl, pyrimidinyl, pyrazinyl, thienyl, or morpholinyl,
which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:

(i) -C_{1-6}alkyl,

(ii) -O-C_{1-6}alkyl,

(iii) halo,

(iv) hydroxy, and

(v) trifluoromethyl,

(g) -CO_2R^9,

(h) -$(CO)R^9$,

(i) -$NR^{10}R^{11}$,

(j) -$CONR^{10}R^{11}$,

(k) oxo

(l) -SR^{12},

(m) -$S(O)R^{12}$, and

(n) -SO_2R^{12},

(4) halo,

(5) oxo,

(6) hydroxy,

(7) -O-C_{1-6}alkyl, which is unsubstituted or substituted with 1-5 halo,

(8) -CN,

(9) -CO_2R^9,

(10) -$NR^{10}R^{11}$,

(11) -SO_2R^{12},

(12) -$CONR^{10a}R^{11a}$,

(13) -OCO_2R^9,

(14) -$(NR^{10a})CO_2R^9$,

(15) -$O(CO)NR^{10a}R^{11a}$,

(16) -$(NR^9)(CO)NR^{10a}R^{11a}$,

(17) -(CO)-$(CO)NR^{10a}R^{11a}$, and

(18) -(CO)-$(CO)OR^9$;

or where R^{3a} and R^{3b} and the carbon atom(s) to which they are attached may be joined together to form a ring selected from cyclobutyl, cyclopentyl, cyclohexyl, cyclopentenyl, cyclohexenyl, azetidinyl, pyrrolidinyl, piperidinyl, tetrahydrofuranyl, tetrahydropyranyl, furanyl, dihydrofuranyl, dihydropyranyl, thienyl, dihydrothienyl, tetrahydrothienyl, dihydrothiopyranyl, tetrahydrothiopyranyl or piperazinyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:

(a) $-C_{1-6}$alkyl, which is unsubstituted or substituted with 1-3 substituents where the substituents are independently selected from:
  (i) halo,
  (ii) hydroxy,
  (iii) $-O-C_{1-6}$alkyl,
  (iv) $-C_{3-6}$cycloalkyl,
  (v) phenyl or heterocycle, wherein heterocycle is selected from: pyridyl, pyrimidinyl, pyrazinyl, pyridazinyl, piperidinyl, piperazinyl, pyrrolidinyl, thienyl, or morpholinyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
    (I) $-C_{1-6}$alkyl,
    (II) $-O-C_{1-6}$alkyl,
    (III) halo,
    (IV) hydroxy,
    (V) trifluoromethyl, and
    (VI) $-OCF_3$,
  (vi) $-CO_2R^9$,
  (vii) $-NR^{10}R^{11}$,
  (viii) $-SO_2R^{12}$,
  (ix) $-CONR^{10a}R^{11a}$, and
  (x) $-(NR^{10a})CO_2R^9$,

(b) phenyl or heterocycle, wherein heterocycle is selected from: pyridyl, pyrimidinyl, pyrazinyl, thienyl, pyridazinyl, pyrrolidinyl, azetidinyl, piperidinyl and morpholinyl, which is unsubstituted or substituted with

1-3 substituents where the substituents are independently selected from:

(i) -C_{1-6}alkyl, which is unsubstituted or substituted with 1-6 fluoro,

(ii) halo,

(iii) hydroxy,

(iv) -O-C_{1-6}alkyl, which is unsubstituted or substituted with 1-6 fluoro, and

(v) -C_{3-6}cycloalkyl,

(c) halo,

(d) -SO_2R^{12},

(e) hydroxy,

(f) -O-C_{1-6}alkyl, which is unsubstituted or substituted with 1-5 halo,

(g) -CN,

(h) -COR^{12},

(i) -$NR^{10}R^{11}$,

(j) -$CONR^{10a}R^{11a}$,

(k) -CO_2R^9,

(l) -$(NR^{10a})CO_2R^9$,

(m) -$O(CO)NR^{10a}R^{11a}$,

(n) -$(NR^9)(CO)NR^{10a}R^{11a}$, and

(o) oxo;

A^1 and A^2 are independently selected from:

(1) a bond,

(2) -$CR^{13}R^{14}$-, wherein R^{13} and R^{14} are independently selected from:

(a) hydrogen,

(b) C_{1-6} alkyl, which is unsubstituted or substituted with 1-6 fluoro, and

(c) hydroxy,

or wherein one of A^1 and A^2 is absent;

R^4 is selected from:

(1) hydrogen,

(2) C_{1-6} alkyl, which is unsubstituted or substituted with 1-6 fluoro,
(3) C_{5-6} cycloalkyl,
(4) benzyl , and
(5) phenyl;

R^{5a}, R^{5b} and R^{5c} are independently selected from:
(1) hydrogen,
(2) C_{1-6} alkyl,
(3) -O-C_{1-6}alkyl,
(4) -OCF_3,
(5) trifluoromethyl,
(6) halo,
(7) hydroxy, and
(8) -CN;

R^6 is selected from:
(1) hydrogen,
(2) -C_{1-6}alkyl or -C_{3-6}cycloalkyl which are unsubstituted or substituted with 1-7 substituents where the substituents are independently selected from:
  (a) halo,
  (b) hydroxy,
  (c) -O-C_{1-6}alkyl,
  (d) -C_{3-6}cycloalkyl,
  (e) phenyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
    (i) -C_{1-6}alkyl,
    (ii) -O-C_{1-6}alkyl,
    (iii) halo,
    (iv) hydroxy, and
    (v) trifluoromethyl,
  (f) -CO_2R^9,
  (g) -$NR^{10}R^{11}$,
  (h) -$CONR^{10}R^{11}$,

(i) $-SO_2R^{12}$, and

(j) trifluoromethyl

(3) phenyl or heterocycle, wherein heterocycle is selected from: pyridyl, pyrimidinyl, pyrazinyl, thienyl, or morpholinyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:

(a) $-C_{1-6}$alkyl,

(b) $-O-C_{1-6}$alkyl,

(c) halo,

(d) hydroxy, and

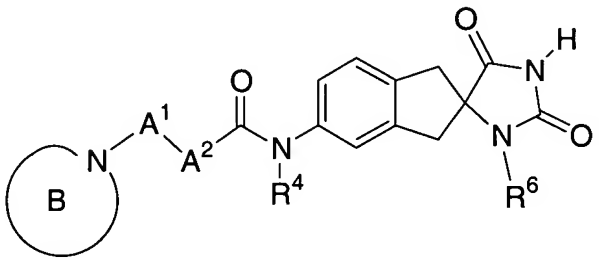
(e) trifluoromethyl;

m is 1 or 2;

n is 1 or 2;

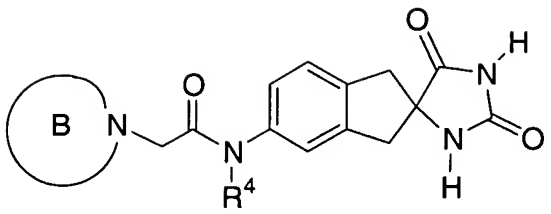
and pharmaceutically acceptable salts thereof and individual enantiomers and diastereomers thereof.

2. (original) The compound of Claim 1 of the formula:



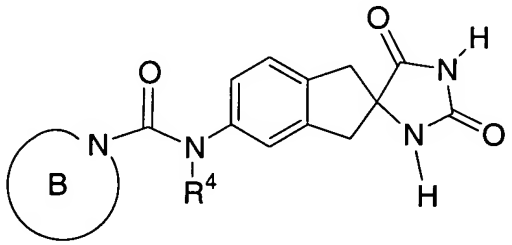
and pharmaceutically acceptable salts thereof and individual enantiomers and diastereomers thereof.

3. (original) The compound of Claim 1 of the formula:



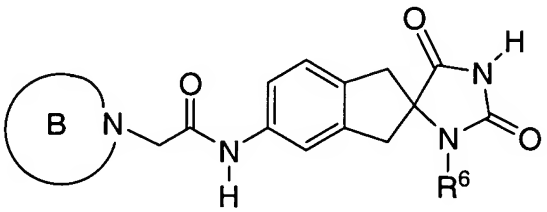
and pharmaceutically acceptable salts thereof and individual enantiomers and diastereomers thereof.

4. (original) The compound of Claim 1 of the formula:



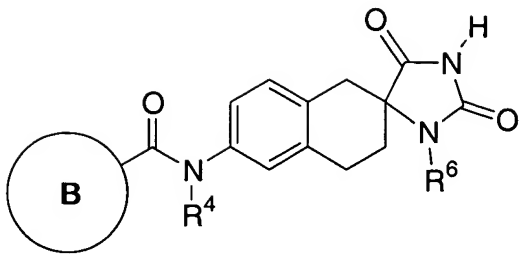
and pharmaceutically acceptable salts thereof and individual enantiomers and diastereomers thereof.

5. (original) The compound of Claim 1 of the formula:



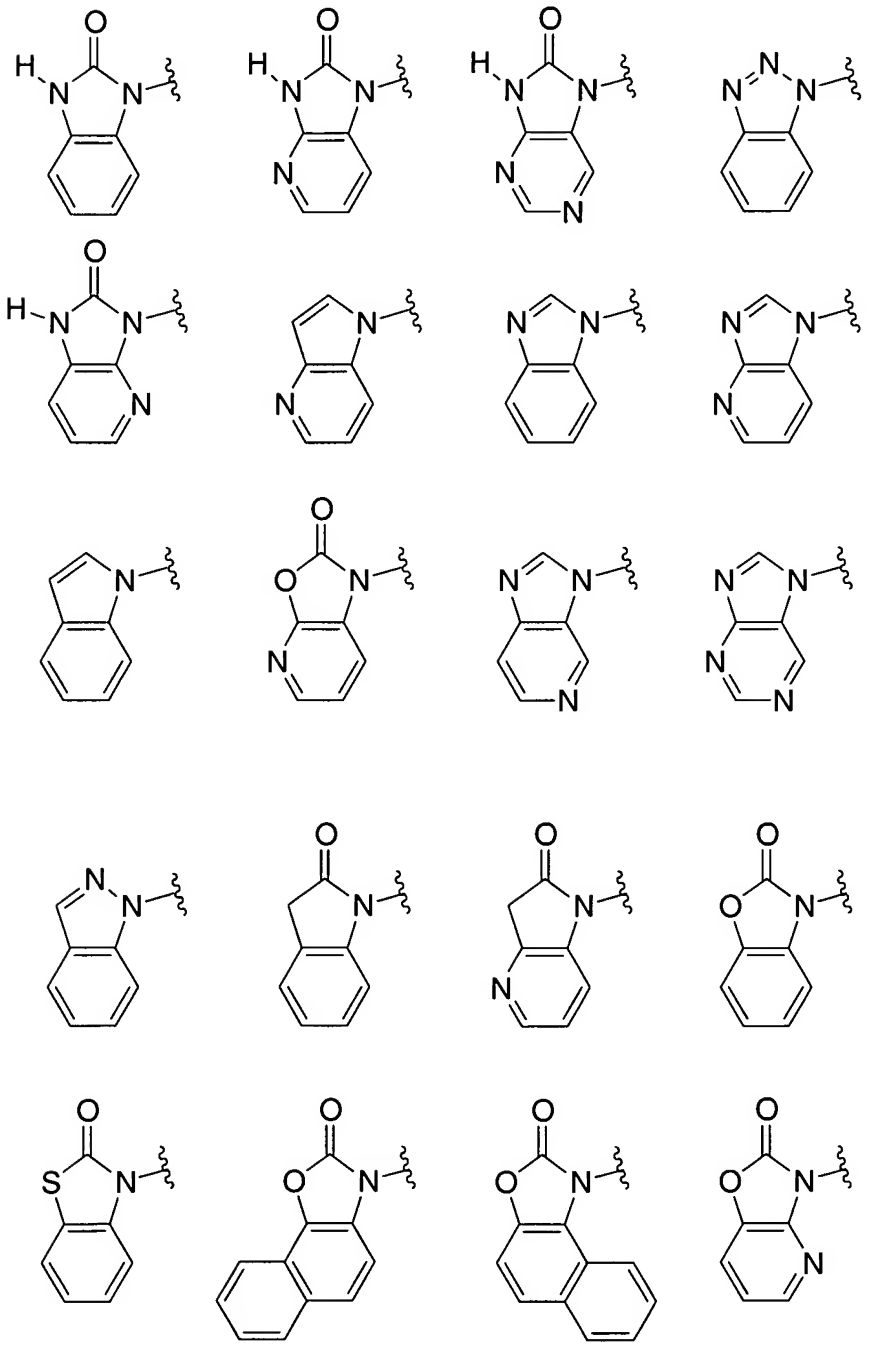
and pharmaceutically acceptable salts thereof and individual enantiomers and diastereomers thereof.

6. (original) The compound of Claim 1 of the formula:



and pharmaceutically acceptable salts thereof and individual enantiomers and diastereomers thereof.

7. (currently amended) The compound of Claim 1, wherein B is selected from:



where B is unsubstituted or substituted with 1-5 substituents selected from R^1, R^2, R^{3a} and R^{3b},

and pharmaceutically acceptable salts thereof and individual enantiomers and diastereomers thereof.

8. (original) The compound of Claim 1, wherein B is selected from benzimidazolyl, 2-oxobenzoxazolinyl, 2-oxobenzimidazolinyl, indolyl, 2-oxoindolinyl, 2-oxobenzothiazolinyl, 1,3-dihydro-2*H*-imidazo[4,5-*b*]pyridine-2-one, naphtho[2,1-*d*][1,3]oxazolin-2(3*H*)-one and naphtho[1,2-*d*][1,3]oxazolin-2(1*H*)-one.

9. (original) The compound of Claim 1, wherein R^1, R^2, R^{3a} and R^{3b} are independently selected from:

(1) -C_{1-6}alkyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
  (a) fluoro,
  (b) phenyl or heterocycle, wherein heterocycle is selected from: pyridyl, pyrimidinyl, pyrazinyl, pyridazinyl, piperidinyl, piperazinyl, pyrrolidinyl, thienyl, or morpholinyl,
  (c) -CO_2R^9, wherein R^9 is independently selected from:
    (i) hydrogen, and
    (ii) -C_{1-6}alkyl,
  (d) -$CONR^{10a}R^{11a}$, wherein R^{10a} and R^{11a} are independently selected from:
    (i) hydrogen, and
    (ii) -C_{1-6}alkyl,
    or where R^{10a} and R^{11a} may be joined together to form a ring selected from azetidinyl, pyrrolidinyl, piperidinyl, piperazinyl, and morpholinyl, and
  (e) -O-C_{3-6}cycloalkyl,

(2) phenyl or heterocycle, wherein heterocycle is selected from: pyridyl, pyrimidinyl, pyrazinyl, thienyl, pyridazinyl, pyrrolidinyl, thiazolyl, isothiazolyl, 2-oxopyrrolidinyl, tetrahydrofuryl, piperidinyl, tetrahydrothienyl,

or tetrahydrothiopyranyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:

(a) -C_{1-6}alkyl, which is unsubstituted or substituted with 1-3 fluoro

(b) halo,

(c) -CO_2R^9, wherein R^9 is selected from:

(i) hydrogen,
(ii) -C_{1-4}alkyl, and
(iii) –C_{3-6}cycloalkyl,

(d) -$(CO)R^9$,

(e) -$CONR^{10a}R^{11a}$, wherein R^{10a} and R^{11a} are independently selected from:

(i) hydrogen, and
(ii) -C_{1-6}alkyl,

or where R^{10a} and R^{11a} may be joined together to form a ring selected from azetidinyl, pyrrolidinyl, piperidinyl, piperazinyl, and morpholinyl,

(f) -O-C_{1-6}alkyl, which is unsubstituted or substituted with 1-3 fluoro,

(g) hydroxy,

(h) oxo,

(i) -S-C_{1-4}alkyl,

(j) -S(O)-C_{1-4}alkyl, and

(k) -SO_2-C_{1-4}alkyl,

(3) halo,

(4) hydroxy,

(5) -O-C_{1-6}alkyl, which is unsubstituted or substituted with 1-3 fluoro,

(6) -NH_2,

(7) -C_{3-6}cycloalkyl,

(8) -(CO)-$(CO)NR^{10a}R^{11a}$, wherein R^{10a} and R^{11a} are independently selected from:

(a) hydrogen, and
(b) -C_{1-6}alkyl, and

(9) -CN.

10. (original) The compound of Claim 1, wherein R^1 and R^2 are independently selected from:

(1) -C_{1-4}alkyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:

(a) fluoro,

(b) phenyl,

(c) -CO_2R^9, wherein R^9 is independently selected from:

(i) hydrogen, and

(ii) -C_{1-4}alkyl,

(d) -$CONR^{10a}R^{11a}$, wherein R^{10a} and R^{11a} are independently selected from:

(i) hydrogen, and

(ii) -C_{1-4}alkyl,

or where R^{10a} and R^{11a} may be joined together to form a ring selected from azetidinyl, pyrrolidinyl, piperidinyl, piperazinyl, and morpholinyl, and

(e) -O-C_{3-6}cycloalkyl,

(2) phenyl or heterocycle, wherein heterocycle is selected from: pyridyl, pyrimidinyl, pyrazinyl, thienyl, pyridazinyl, pyrrolidinyl, thiazolyl, tetrahydrofuryl, piperidinyl, or tetrahydrothienyl, which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:

(a) -C_{1-4}alkyl, which is unsubstituted or substituted with 1-3 fluoro

(b) halo,

(c) -CO_2R^9, wherein R^9 is selected from:

(i) hydrogen,

(ii) -C_{1-4}alkyl, and

(iii) –C_{3-6}cycloalkyl,

(d) -$(CO)R^9$,

(e) -$CONR^{10a}R^{11a}$, wherein R^{10a} and R^{11a} are independently selected from:

(i) hydrogen, and

(ii) -C_{1-4}alkyl,

(f) -O-C_{1-4}alkyl, which is unsubstituted or substituted with 1-3 fluoro,
(g) hydroxy,
(h) oxo
(i) -S-C_{1-4}alkyl,
(j) -S(O)-C_{1-4}alkyl, and
(k) -SO_2-C_{1-4}alkyl,

(3) halo,
(4) hydroxy,
(5) -O-C_{1-4}alkyl, which is unsubstituted or substituted with 1-3 fluoro,
(6) -NH_2,
(7) -C_{3-6}cycloalkyl,
(8) -(CO)-(CO)N$R^{10a}R^{11a}$, wherein R^{10a} and R^{11a} are independently selected from:
(a) hydrogen, and
(b) -C_{1-4}alkyl, and
(9) -CN.

11. (original) The compound of Claim 1, wherein R^{3a} and R^{3b} and the carbon atom(s) to which they are attached are joined together to form a ring selected from piperidinyl, cyclohexenyl, cyclohexyl and pyrrolidinyl, which is unsubstituted or substituted with 1-3 substituents independently selected from:

(a) -C_{1-6}alkyl, which is unsubstituted or substituted with 1-3 substituents independently selected from:
(i) halo, and
(ii) phenyl,
(b) phenyl or heterocycle, wherein heterocycle is selected from: pyridyl, pyrimidinyl and pyrazinyl,
(c) -CO_2R^9, wherein R^9 is selected from:
(i) hydrogen, and
(ii) -C_{1-4}alkyl.

12. (original) The compound of Claim 1, wherein R^{3a} and R^{3b} and the carbon atom(s) to which they are attached are joined together to form a piperidine ring,

which is unsubstituted or substituted with 1-3 substituents where the substituents are independently selected from:

(a) -C_{1-6}alkyl, which is unsubstituted or substituted with 1-3 substituents where the substituents are independently selected from:
  (i) fluoro, and
  (ii) phenyl,
(b) -CO_2-C_{1-4}alkyl.

13. (original) The compound of Claim 1, wherein R^4 is selected from: hydrogen and -C_{1-6}alkyl, which is unsubstituted or substituted with fluoro.

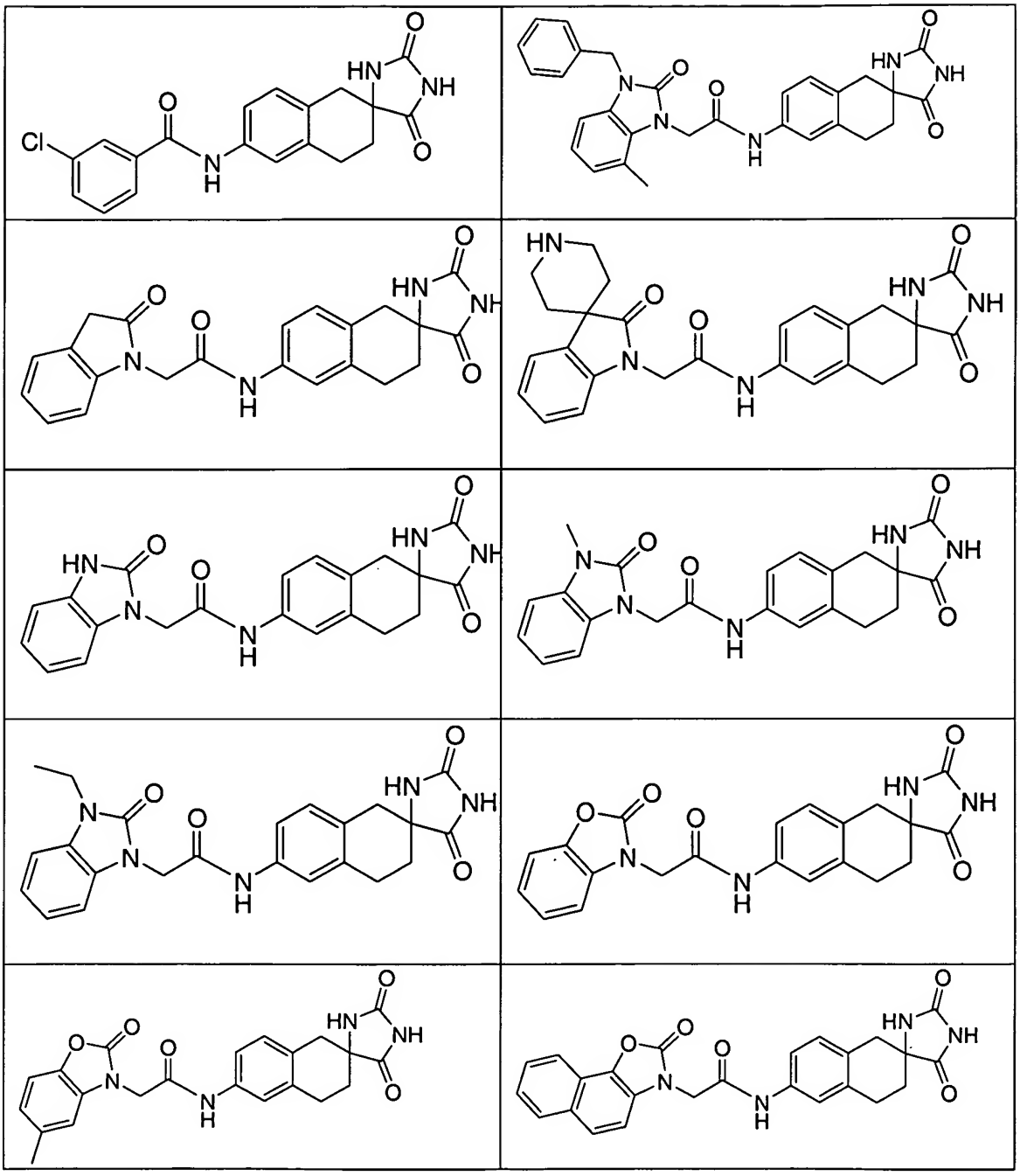
14. (original) The compound of Claim 1, wherein R^{5a}, R^{5b} and R^{5c} are independently selected from hydrogen, C_{1-6}alkyl and halo.

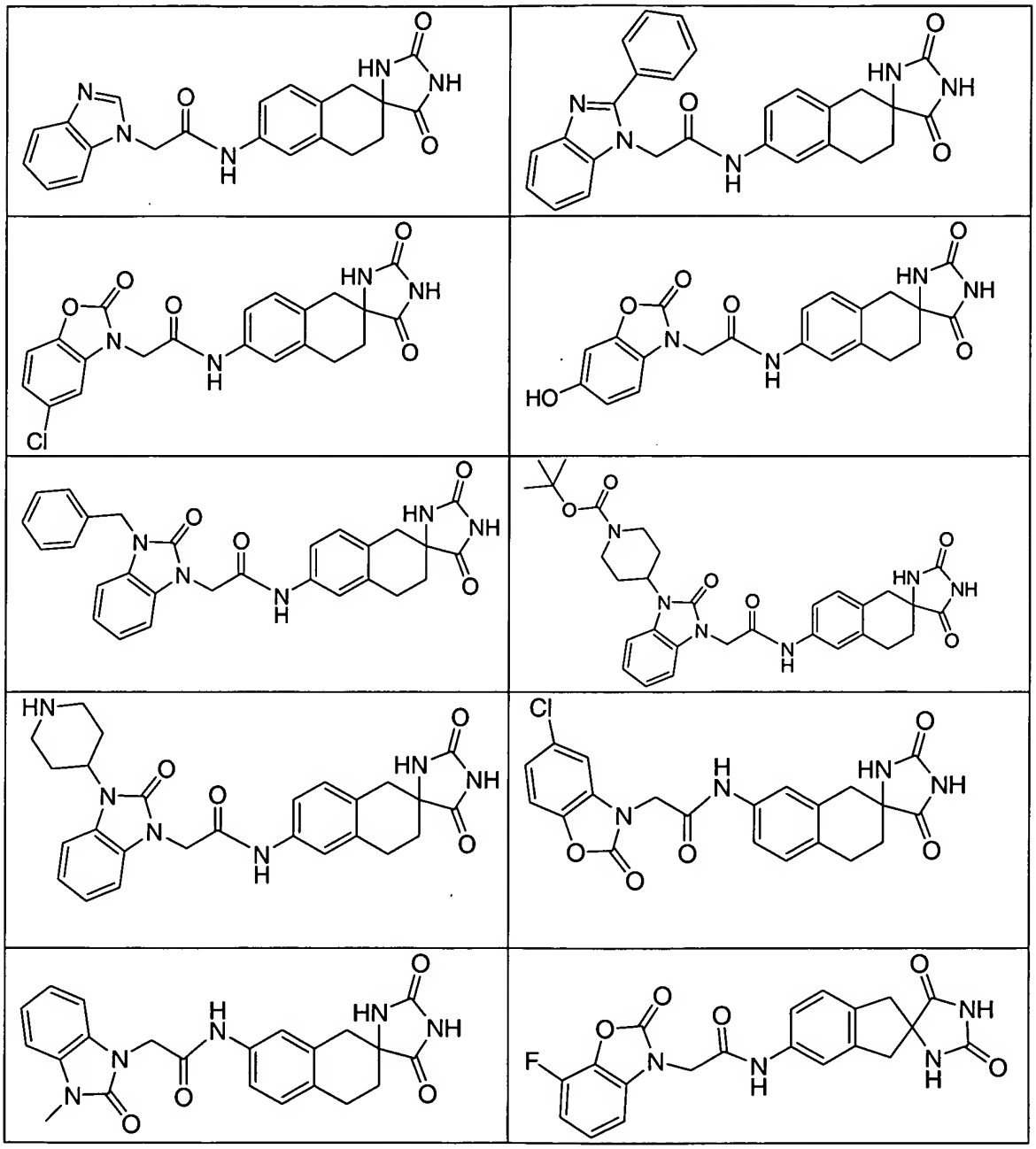
15. (original) The compound of Claim 1, wherein R^6 is selected from:

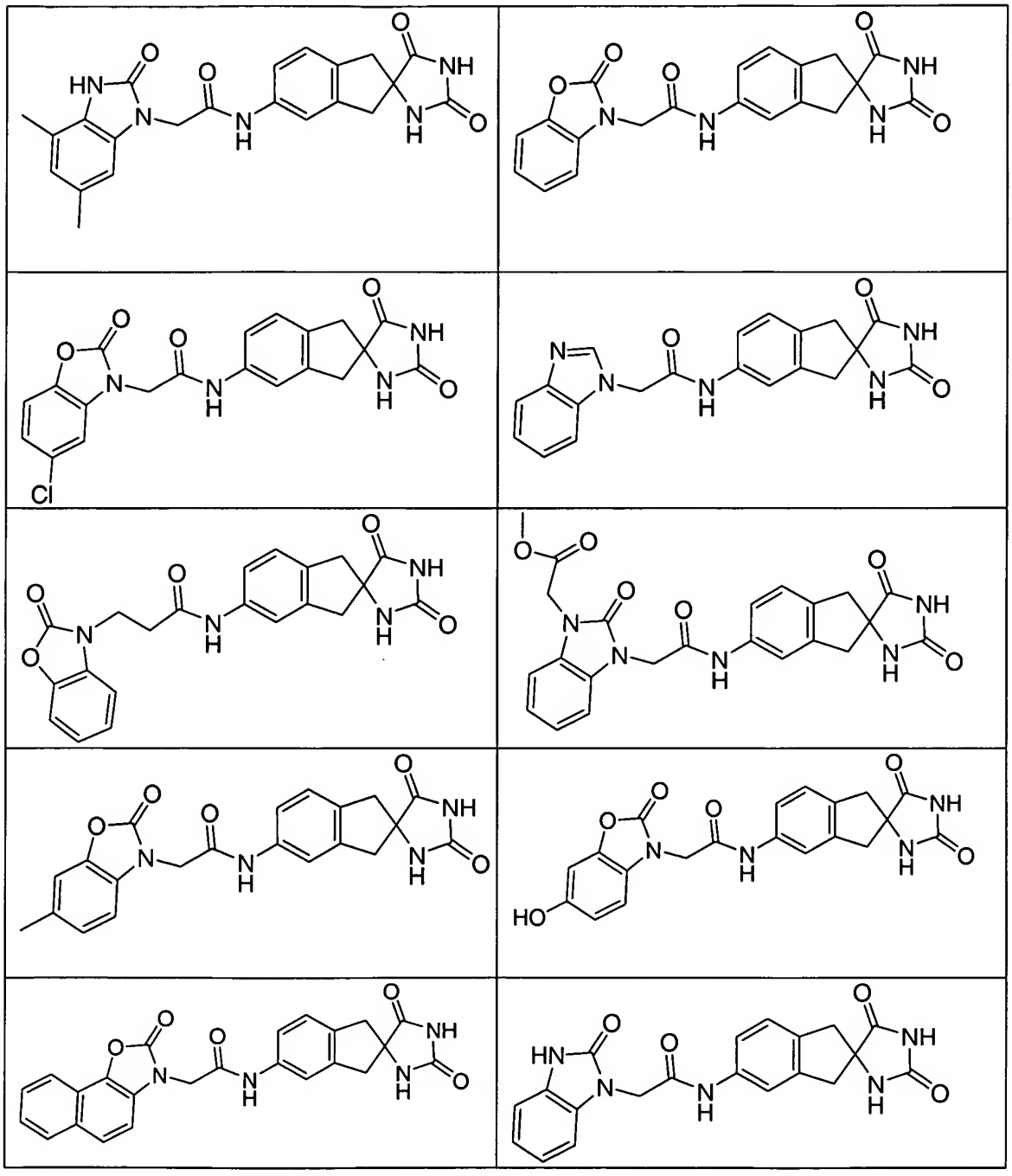
(1) hydrogen,
(2) -C_{1-4}alkyl which is unsubstituted or substituted with 1-5 substituents where the substituents are independently selected from:
  (a) halo,
  (b) hydroxy,
  (c) -C_{3-6}cycloalkyl, and
  (d) phenyl, and
(3) phenyl or heterocycle, wherein heterocycle is selected from: pyridyl, pyrimidinyl, or pyrazinyl.

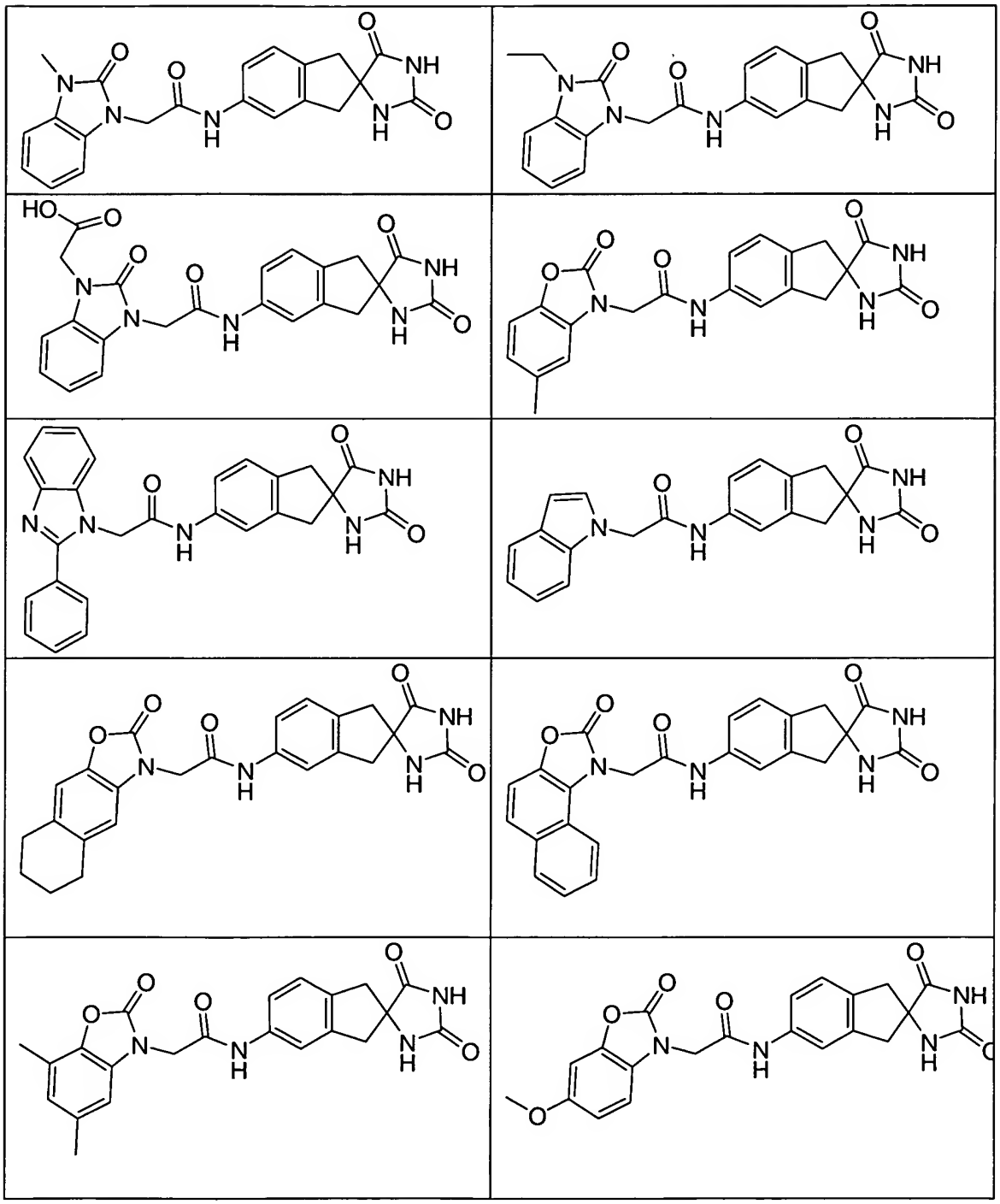
Claims 16-23 (cancelled).

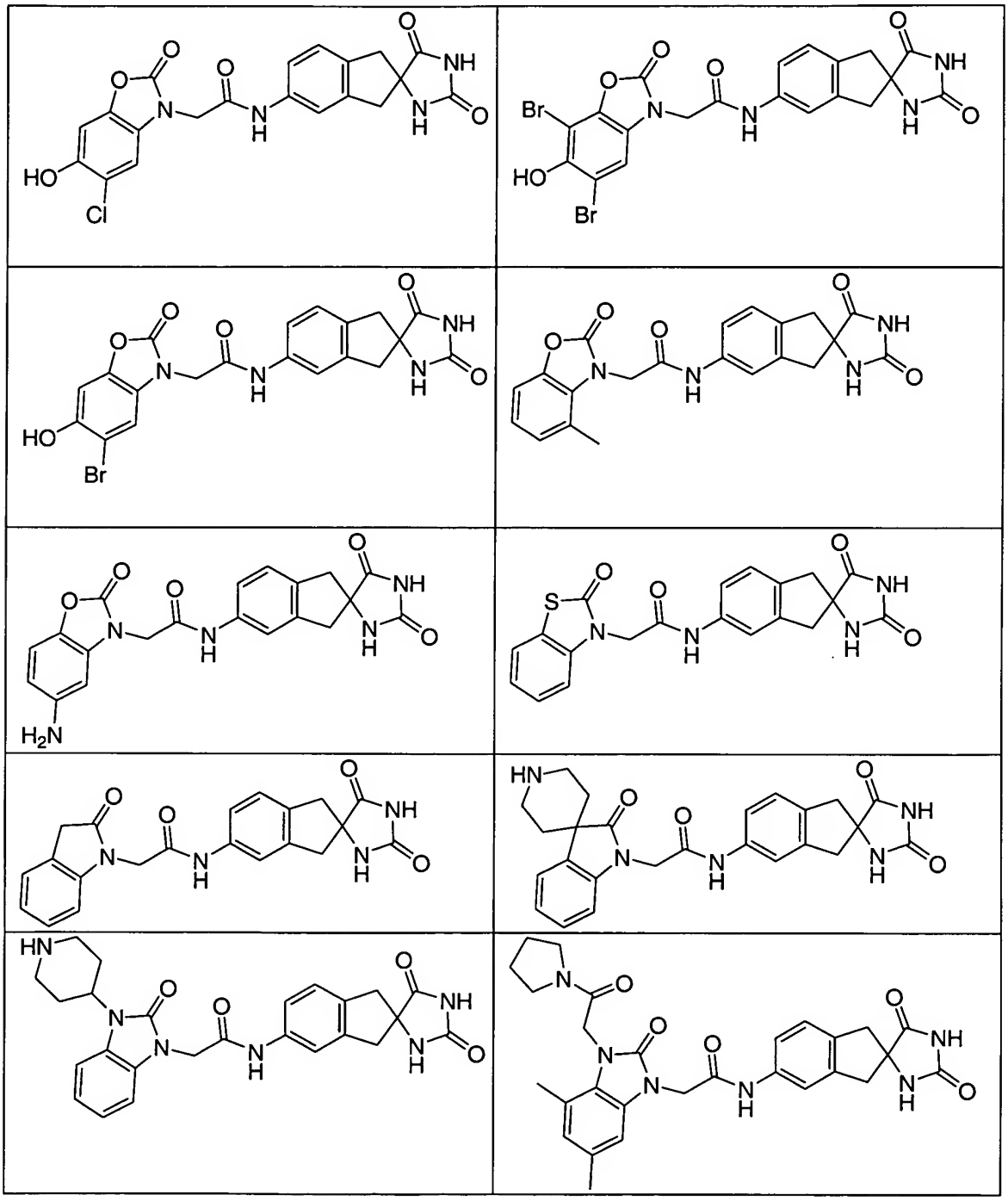
24. (currently amended) A compound selected from:

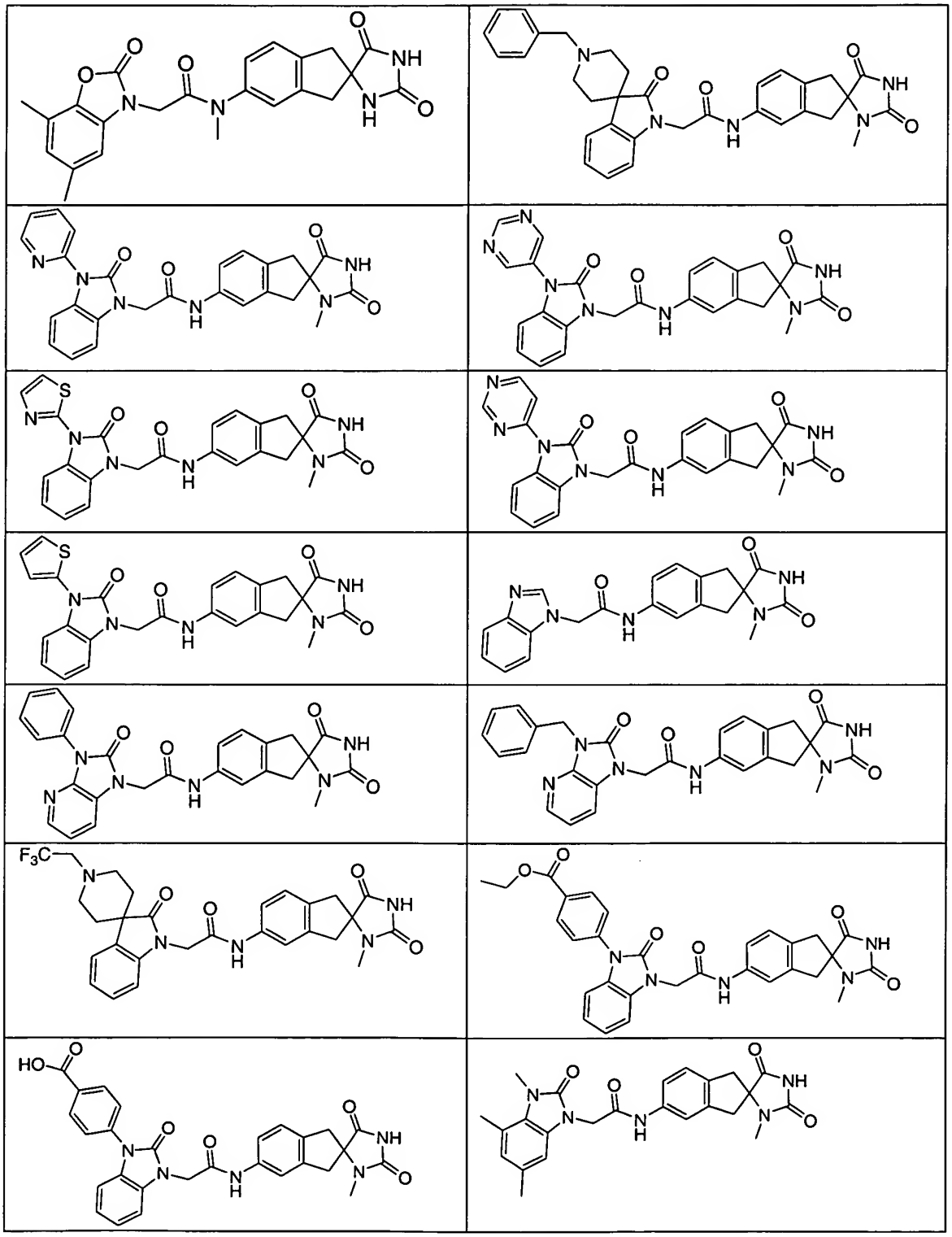


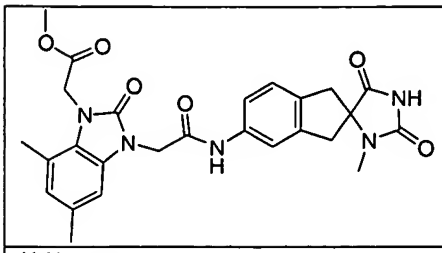
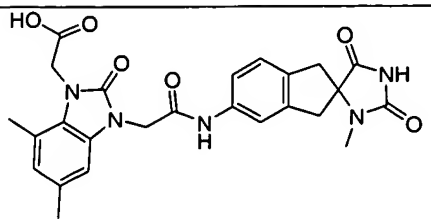
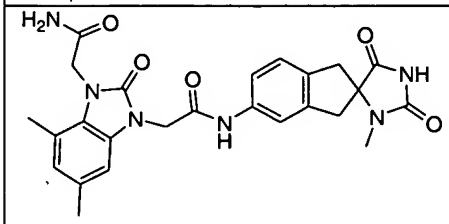
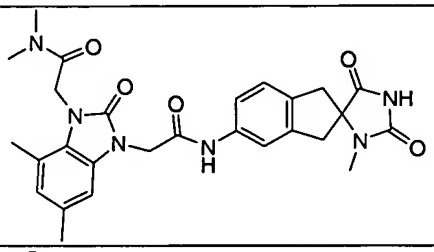
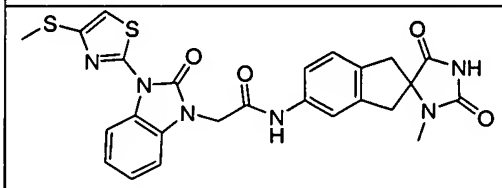
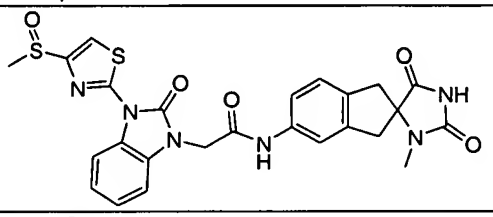
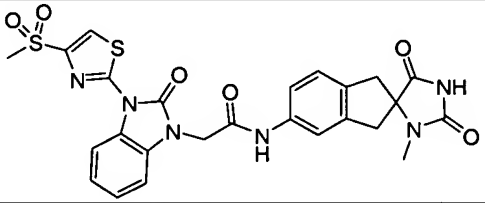
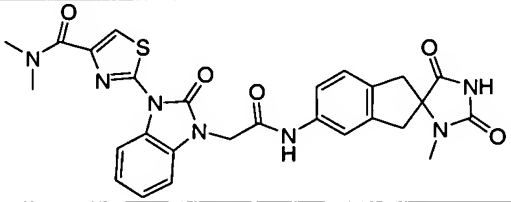
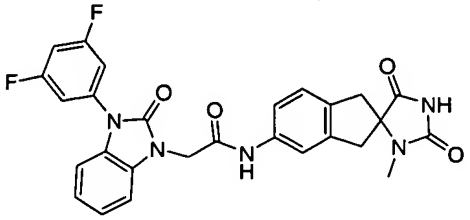
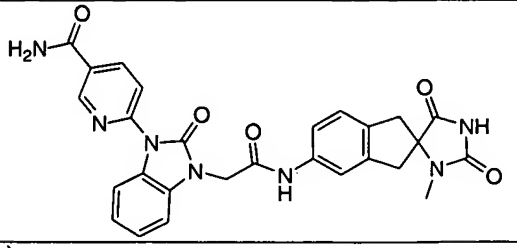
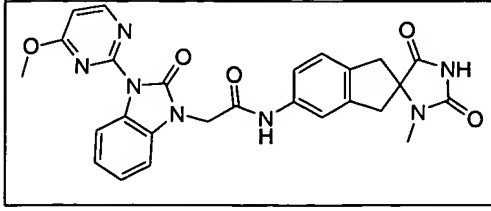
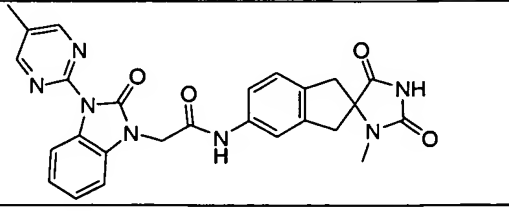


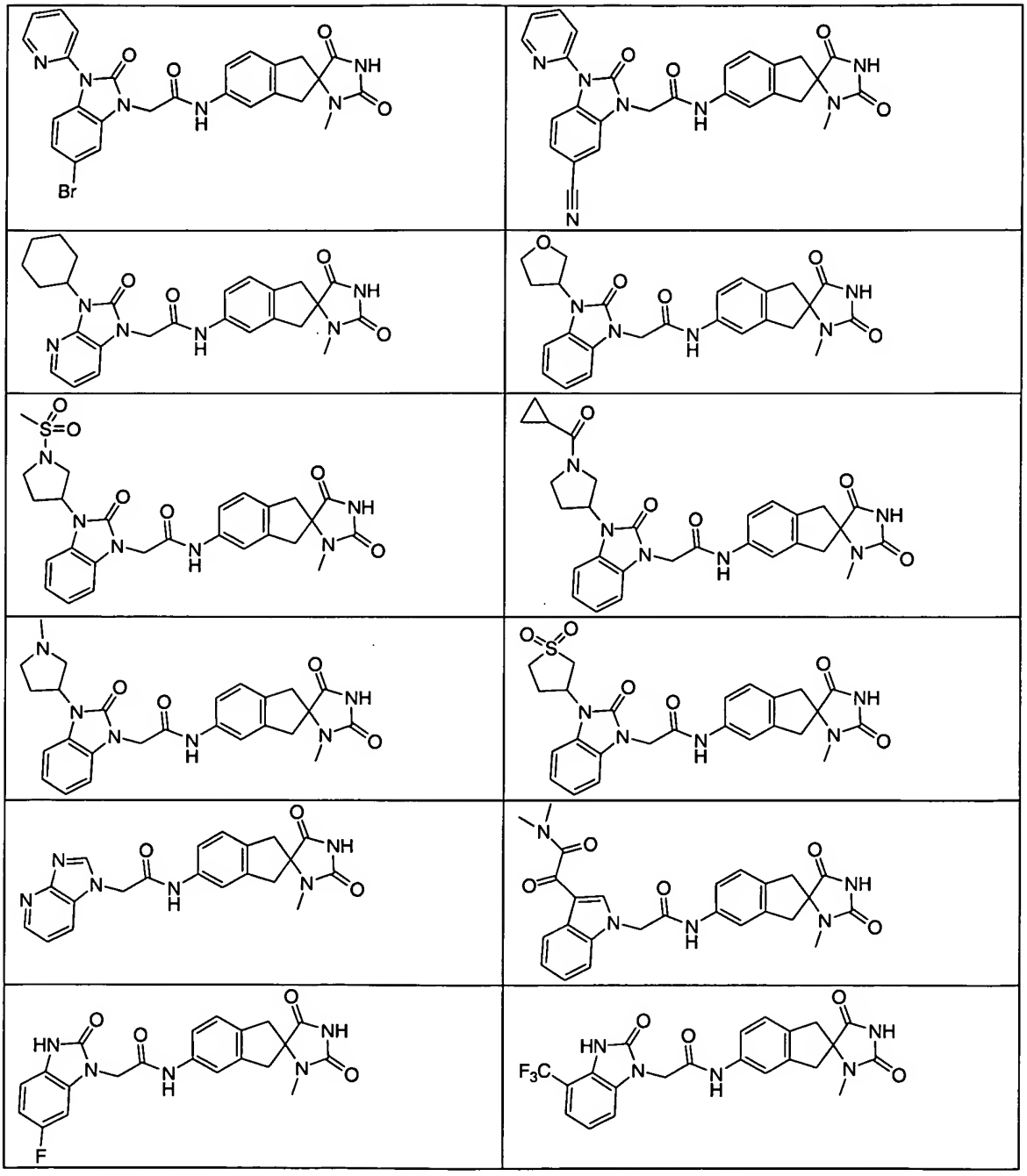


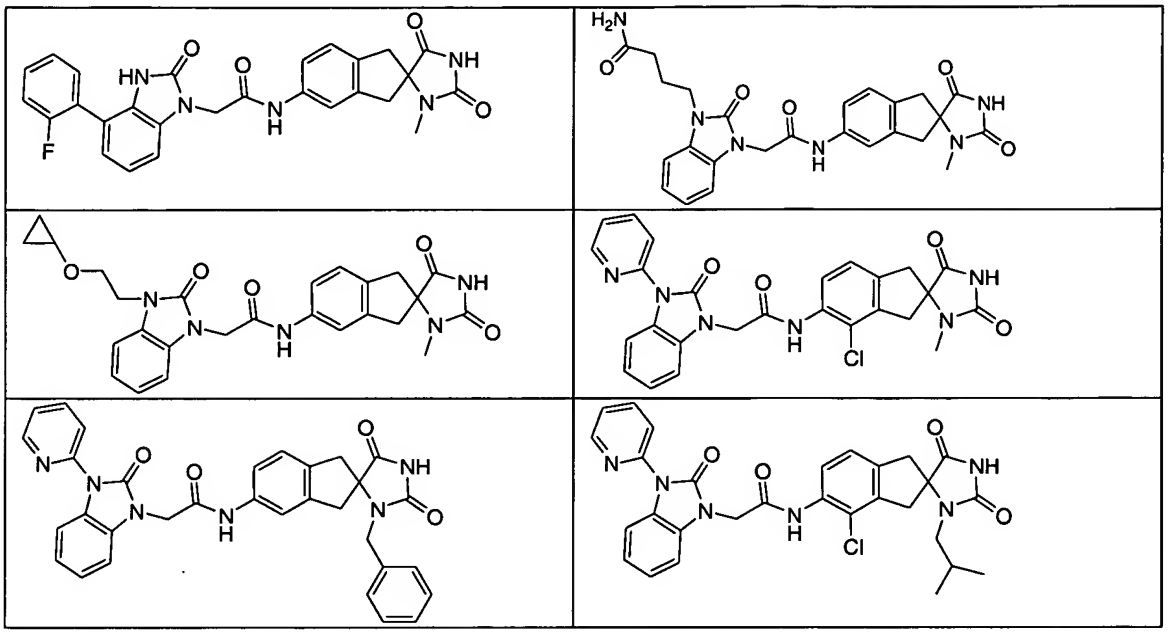










and pharmaceutically acceptable salts thereof and individual enantiomers and diastereomers thereof.

25. (new) A pharmaceutical composition which comprises an inert carrier and the compound of Claim 1.

26. (new) A method for antagonism of CGRP receptor activity in a mammal which comprises the administration of an effective amount of the compound of Claim 1.

27. (new) A method for treating, controlling, ameliorating or reducing the risk of headache, migraine or cluster headache in a mammalian patient in need of such which comprises administering to the patient a therapeutically effective amount of the compound of Claim 1.

28. (new) A method of treating or preventing migraine headaches, cluster headaches, and headaches, said method comprising the co-administration, to a person in need of such treatment, of:

a therapeutically effective amount of the compound of claim 1 or a pharmaceutically acceptable salt thereof, and

a therapeutically effective amount of a second agent selected from serotonin agonists, analgesics, anti-inflammatory agents, anti-hypertensives and anticonvulsants.